

**UNITED STATES DISTRICT COURT  
DISTRICT OF NORTHERN ILLINOIS  
EASTERN DIVISION**

<p><b>IN RE: AFTERMARKET FILTERS ANTITRUST LITIGATION</b></p> <p><b>THIS DOCUMENTS RELATES TO:</b></p> <p><b>ALL INDIRECT PURCHASER ACTIONS</b></p>	<p><b>Master File No. 1:08-CV-4833</b></p> <p><b>MDL 1957</b></p> <p><b>Judge Robert J. Gettleman</b></p> <p><b>MOTION OF ZELLE, HOFMANN, VOELBEL, MASON &amp; GETTE AND HEINS MILLS &amp; OLSON FOR APPOINTMENT OF INTERIM CO- LEAD CLASS COUNSEL FOR INDIRECT PURCHASERS</b></p>
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COME NOW Indirect Purchaser Plaintiffs David E. Boardman, Dan Gordon, Charles Gregory, Wesley Frame, Jason Matthys, Karen Gorton, Francis Doll, III, Perry Piper, John Foster, Ben Hammer, Dale Bentley, Jerry Vandiver, William Jaworski, La Salsa Chilena, Thomas Lown, Scott Friedson, Susan Dolan, Doug Shellington, Patrick Torrey, Edward Colburn, Doug Girres, Douglas Whitehouse, Bettendorf Transfer & Excavating, Inc., Mark Uglem, Timothy A. St. Cyr, Leslie Working, Sepher Torabi, Mark Moynahan, Ryan B. White, David H. Sink, JDR Transportation, Inc., S & J of North Florida, Inc., Michael J. Ehrhardt, Thomas J. Potter, Nicholas R. Tuberville, Eric O. Loyd, Kathryn A. Skinner, David Faircloth, Dan T. McKittrick, Jack Rindlisbacher, Gilbert Romero, Norman L. Wallin, Robert A. Nilsen and Bay Area Truck Services, a division of TESI Leasing, Inc., by and through counsel, and move this court to appoint Zelle, Hofmann, Voelbel, Mason & Gette LLP (“Zelle Hofmann”) and Heins, Mills & Olson P.L.C. (“Heins Mills”) as interim co-lead class counsel for the putative indirect purchaser class.

This motion is brought pursuant to Rule 23(g) of the Federal Rules of Civil Procedure. The grounds for this motion are that this complex case will benefit from the appointment of Interim Class Counsel for the putative indirect purchaser Class, and that the undersigned firms and counsel are well qualified for the position of Co-Lead Class Counsel due to their extensive experience in antitrust class action litigation and trials, and other complex litigation. Heins Mills and Zelle Hofmann have investigated the available facts in this case and are actively preparing this case in close cooperation with counsel for other indirect purchaser plaintiffs and with counsel for direct purchaser plaintiffs. Heins Mills and Zelle Hofmann are committed to expending all necessary resources to vigorously prosecute this litigation on behalf of the putative class.

As proposed, Heins Mills and Zelle Hofmann would be Co-Lead Class Counsel and would in turn jointly appoint an executive committee, subject to approval of the Court, to assist in the prosecution of this action. The 25 firms listed in Hagstrom Aff. Ex. G, filed herewith, support the proposed leadership structure and the present motion.

This motion is supported by the memorandum of points and authorities, the Affidavit of Richard M. Hagstrom, the Declaration of Renae D. Steiner, the Declaration of Daniel J. Mogin, the Declaration of John R. Wylie, the Declaration of Daniel Hume, the Declaration of Patrick A. Klingman, the Declaration of Daniel C. Girard and a Proposed Order submitted contemporaneously herewith, as well as any papers filed in reply, such argument as may be presented at the hearing, and all other papers and records on file in this matter.

September 12, 2008

Respectfully submitted

**HEINS MILLS & OLSON, P.L.C.**

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and

**ZELLE, HOFMANN, VOELBEL,  
MASON & GETTE LLP**

/s/Richard M. Hagstrom  
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**ATTORNEYS FOR INDIRECT PURCHASER PLAINTIFFS  
AND ALL OTHERS SIMILARLY SITUATED**

**CERTIFICATE OF SERVICE**

I, Vincent J. Esades, hereby certify that I caused true and correct copies of the foregoing Motion of Zelle, Hofmann, Voelbel, Mason & Gette and Heins Mills & Olson for Appointment of Interim Co-Lead Class Counsel for Indirect Purchasers and the accompanying Memorandum of Law in support to be served via the CM/ECF system which will send notification of such filings to all registered parties. In addition, true and correct copies of the papers were served via electronic mail on known counsel of record in the related actions consolidated in *In re Aftermarket Filters Antitrust Litigation*, MDL No. 1957.

Dated: September 12, 2008

**HEINS MILLS & OLSON, P.L.C.**

By: /s/ Vincent J. Esades